

MINUTES OF A JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS

OF

WINDLER METROPOLITAN DISTRICT NOS. 1-9  
WINDLER OPERATIONS METROPOLITAN DISTRICT  
WINDLER HOMESTEAD METROPOLITAN DISTRICT

Held: Monday, July 31, 2023 at 3:30 p.m. at 5750 DTC  
Parkway, Suite 210, Greenwood Village, CO 80111 and via  
Zoom.

**Attendance**

The regular meeting referenced above was called and held in  
accordance with the applicable statutes of the State of Colorado.  
The following Directors were in attendance:

Christopher Fellows  
Timothy O'Connor  
Dustin Anderson  
Douglas Hatfield  
Kevin Collins

Also present were: Clint C. Waldron, Esq. and Megan J. Murphy,  
Esq., White Bear Ankele Tanaka & Waldron, District General  
Counsel; Barney Fix, Merrick & Company, District Engineer;  
Diane Wheeler, Simmons & Wheeler, District Accountant; Kent  
Krause and Britta Schurle, Advance HOA Management, Inc.,  
District Manager; and Madison Phillips, Esq. and Matthew  
Ruhland, Esq., Cockrel Ela Glesne Greher & Ruhland, P.C.,  
Windler Public Improvement Authority General Counsel.

**Call to Order/Declaration of  
Quorum**

Director Fellows noted that a quorum of the Boards was present  
and called the meeting to order.

**Director Conflict of Interest  
Disclosures**

Ms. Murphy reported that disclosures for those directors that  
provided White Bear Ankele Tanaka & Waldron with notice of  
potential or existing conflicts of interest were filed with the  
Secretary of State's Office and the Boards at least 72 hours prior to  
the meeting, in accordance with Colorado law, and those  
disclosures were acknowledged by the Boards. Ms. Murphy  
inquired into whether members of the Boards had any additional  
disclosures of potential or existing conflicts of interest with regard  
to any matters scheduled for discussion at the meeting. No  
additional disclosures were noted. The participation of the

members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

**Joint Meetings**

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

**Confirmation of Posting of Meeting Notices**

Mr. Krause confirmed the meeting notices had been posted in accordance with Colorado law.

**Approval of Agenda**

Director Fellows reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

**Public Comment**

None.

**Consent Agenda**

Director Fellows reviewed the items on the consent agenda with the Boards. Ms. Murphy advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- June 26, 2023 Joint Special Meeting Minutes;
- 2022 Consolidated Annual Report (District Nos. 1-9, Operations); and
- 2022 Annual Report (Windler Homestead).

**Financial Matters**

Consider Approval of Claims Listing in the amount of \$5,474.58 (District Nos. 1-9)

Ms. Wheeler reviewed the Claims Listing in the amount of \$5,474.58 with the Boards of District Nos. 1-9. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-9 unanimously approved the claims.

Consider Approval of Claims Listing in the amount of \$645.99 (Winder Homestead)

Ms. Wheeler reviewed the Claims Listing in the amount of \$645.99 with the Board of Windler Homestead Metropolitan District (“**Windler Homestead**”). Following discussion, upon a motion duly made and seconded, the Board of Windler Homestead unanimously approved the claims.

**Other Financial Matters**

None.

**Construction Update**

Mr. Fix provided an update noting that mass grading continues, the interchange is going well and 50% of the east side ramps are completed, and the utilities are being installed on 56<sup>th</sup> Avenue.

Discuss  
Adjustments

Boundary

Director Fellows, Mr. Fix and Ms. Murphy will meet to discuss additional boundary adjustments.

**Legal Matters**

Update on the 48th Ave  
Dedication and Easements

Ms. Murphy noted that no update has been received on the 48<sup>th</sup> Ave Dedication and Easements. Director Fellows informed the Boards he is meeting with the developer tomorrow and will provide an update.

Discuss Scheduling Town  
Hall Meeting Required by  
SB23-110

Since there will not be any residential units in the Districts boundaries in 2023, this item was deferred.

Other Legal Matters

None.

**Other Business**

Discuss Board Member  
Attendance at 2023 SDA  
Annual Conference,  
September 12-14 at the  
Keystone Conference Center

Ms. Murphy discussed the 2023 Annual SDA Conference with the Boards. Following discussion, the Board members determined not to attend.

**Director’s Items**

Update on Aerotropolis  
Regional Transportation  
Authority (“ARTA”)

Director Fellows noted they are expecting the new contribution numbers from ARTA in the next week to be approximately \$10 million or higher.


Update on Status of  
Recreation Center

Director Fellows noted the developer is making progress on the revised drawings.

## Adjournment

There being no further business to come before the Boards and following discussion, upon a motion duly made, the Boards unanimously determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

  
Dustin Anderson (Aug 29, 2023 09:23 MDT)

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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 28<sup>th</sup> day of August, 2023.